

SCHERER, DAVIS, J.

Steven Cooper
 REED SMITH LLP
 599 Lexington Avenue
 29th Floor
 New York, New York 10022
 (212) 521-5400
 scooper@reedsmith.com

Peter L. Simmons
 Brian J. Howard
 FRIED, FRANK, HARRIS, SHRIVER
 & JACOBSON LLP
 One New York Plaza
 New York, New York 10004
 (212) 859-8000
 peter.simmons@friedfrank.com
 brian.howard@friedfrank.com

Attorneys for Defendants Jeff T. Blau and Stephen M. Ross

UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

----- X
 BRIAN QUILL, individually and on behalf of all others :
 similarly situated. :
 :
 Plaintiff. :
 :
 ----- X

- v -

CENTERLINE HOLDING CO., INC., et al., :
 :
 Defendants. :
 ----- X

08-CV-01902 (SAS)

**NOTICE OF SUBSTITUTION
 OF COUNSEL**

PLEASE TAKE NOTICE that the attorneys of record for Defendants Jeff T. Blau and Stephen M. Ross have changed, and that Peter L. Simmons and Brian J. Howard of Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004, (212) 859-8000, are to be substituted as attorneys for such defendants in the place of Reed Smith LLP. The parties are requested to serve copies of all future papers on such replacement counsel.

To the extent that Court approval of the substitution of counsel is required pursuant to

UNITED STATES
DOCUMENT
ELECTRONICALLY FILED
DOC #:
DATE FILED: 4/23/08

Local Civil Rule 1.4, the accompanying Declaration of Brian J. Howard sets forth the basis on which such approval should be granted.

Dated: April 17, 2008

REED SMITH LLP

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP

By: Steven Cooper
599 Lexington Avenue
New York, New York 10022
(212) 521-5400
scooper@reedsmith.com

*Former Attorneys for Defendants
Jeff T. Blau and Stephen M. Ross*

By: Peter L. Simmons
Brian J. Howard
One New York Plaza
New York, New York 10004
(212) 859-8000
peter.simmons@friedfrank.com
brian.howard@friedfrank.com

*Attorneys for Defendants Jeff T. Blau
and Stephen M. Ross*

IT IS SO ORDERED;

Hon. Shira A. Scheindlin, U.S.D.J.

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Peter L. Simmons
Brian J. Howard
FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP
One New York Plaza
New York, New York 10004
(212) 859-8000
peter.simmons@friedfrank.com
brian.howard@friedfrank.com

Attorneys for Defendants Jeff T. Blau and Stephen M. Ross

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
BRIAN QUILL, individually and on behalf of all other : 08-CV-01902 (SAS)
similarly situated, :
: Plaintiff, :
- v. - : : DECLARATION OF
CENTERLINE HOLDING CO., INC., et al., : BRIAN J. HOWARD
: Defendants. :
-----x

BRIAN J. HOWARD declares under penalty of perjury pursuant to 28 U.S.C. §1746:

1. I am a member of the Bar of this Court and am associated with the law firm of Fried, Frank, Harris, Shriver & Jacobson LLP ("Fried Frank"). I submit this declaration pursuant to Local Civil Rule 1.4 in support of the proposed substitution of Fried Frank in place of Reed Smith LLP as counsel for Defendants Jeff T. Blau and Stephen M. Ross.

2. The Court's docket does not reflect that the Reed Smith firm is counsel of record to Messrs. Blau and Ross in this case; nor has Reed Smith filed a formal notice of appearance. However, on April 4, 2008, attorneys for all defendants submitted to the Court a Response of Defendants to Motion to Consolidate, and Reed Smith LLP was a signatory to that letter on behalf of Messrs. Blau and Ross. Therefore, to ensure compliance with Local Rule 1.4,

Messrs. Blau and Ross request that the Court approve the substitution of counsel described below.

3. For reasons driven largely by insurance considerations (Fried Frank is on the insurance carrier's list of panel counsel, but Reed Smith is not), Messrs. Blau and Ross have decided to substitute Fried Frank as new counsel in place of Reed Smith. Messrs. Blau and Ross believe that this substitution will serve their best interests.

4. This case is at a very early stage of litigation and the transition of counsel requested in the accompanying stipulation and consent can be effected without any delay or disruption of this litigation. Indeed, I attended a conference with the Court in a related case on April 15, 2008 where various scheduling matters were addressed, and Messrs. Blau and Ross do not expect that the substitution of counsel will affect their ability to abide by the schedule set by the Court.

5. Accordingly, it is respectfully requested that the Court approve the proposed substitution by "So Ordering" the accompanying notice of substitution of counsel.

Dated: New York, New York
April 22, 2008



BRIAN J. HOWARD

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